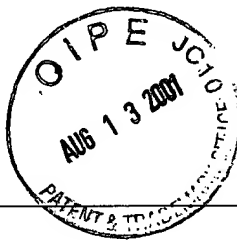


COMBINED DECLARATION
AND POWER OF ATTORNEY



Attorney Docket No.
10008-1191

As a below named joint inventor, each of us hereby declares as follows:

My residence, post office address and citizenship are as stated below next to my name.

I believe that I am an original, first, and joint inventor of the subject matter which is claimed and for which a patent is sought on the invention entitled:

BIOERODIBLE POLYORTHOESTERS CONTAINING HYDROGEN BONDING GROUPS

the specification of which was filed with the US PTO on May 11, 2001 as Application No. 09/854,435.

I state that I have reviewed and understand the contents of the above-identified specification, including the claims.

I acknowledge the duty to disclose information which is material to patentability as defined in 37 CFR 1.56.

Address all written correspondence to:

Customer Number 25213.

Direct all telephone calls to:

Derek P. Freyberg, at (650) 324-7014.

COMBINED DECLARATION,
AND POWER OF ATTORNEY

Attorney Docket No.
10008-1191

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of this application or any patent issuing thereon.

FIRST JOINT INVENTOR INVENTOR'S SIGNATURE DATE

Steven Y. Ng

Steven Ng

us 8/6/01

RESIDENCE

CITIZENSHIP

San Francisco, California

U.S.A.

POST OFFICE ADDRESS

1664 18th Avenue, San Francisco, California 94122

SECOND JOINT INVENTOR INVENTOR'S SIGNATURE DATE

Jorge Heller

J. Heller

8/6/01

RESIDENCE

CITIZENSHIP

Woodside, California

U.S.A.

POST OFFICE ADDRESS

45 Skywood Way, Woodside, California 94062

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of San Mateo

On 8/6/04 before me, Marea Fabrique Notary Public,
DATE NAME, TITLE OF OFFICER - E.G., JANE DOE, NOTARY PUBLIC

personally appeared Steven Y. Ng and Jorge Heller,
NAME(S) OF SIGNER(S)

☒ personally known to me - OR - ☐

proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Marea Fabrique
SIGNATURE OF NOTARY

OPTIONAL SECTION

CAPACITY CLAIMED BY SIGNER

Though statute does not require the Notary to fill in the data below, doing so may prove invaluable to persons relying on the document.

- ☐ INDIVIDUAL
☐ CORPORATE OFFICER(S)

- TITLE(S)
☐ PARTNER(S) ☐ LIMITED
☐ GENERAL

- ☐ ATTORNEY-IN-FACT
☐ TRUSTEE(S)
☐ GUARDIAN/CONSERVATOR
☐ OTHER: _____

SIGNER IS REPRESENTING:

NAME OF PERSON(S) OR ENTITY(ES)

OPTIONAL SECTION

THIS CERTIFICATE MUST BE ATTACHED TO THE DOCUMENT DESCRIBED AT RIGHT:

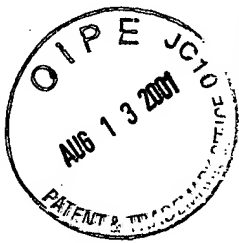
Though the data requested here is not required by law, it could prevent fraudulent reattachment of this form.

TITLE OR TYPE OF _____

NUMBER OF PAGES _____ DATE OF _____

SIGNER(S) OTHER THAN NAMED _____

COPY



PATENTS

Attorney Docket No. 10008-1191

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Application of:

First Inventor Name: Steven Y. Ng, et al.

App. No.: 09/854,435

Filing Date: May 11, 2001

For: BIOERODIBLE POLYORTHOESTERS CONTAINING HYDROGEN BONDING GROUPS

Commissioner for Patents
Washington, D.C. 20231

Sir:

POWER OF ATTORNEY BY ASSIGNEE
AND STATEMENT UNDER 37 CFR 3.73

AP Pharma, Inc. ("AP Pharma") states that it is the assignee of the entire right, title and interest in the application identified above by virtue of an assignment from the inventors, a copy of which is attached hereto.

As assignee of the entire interest of the above identified application, AP Pharma hereby appoints the practitioners at Customer Number 25213 as its attorneys and agents to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith.

The undersigned is authorized to act on behalf of the assignee.

AP Pharma, Inc.

By: 

Michael P.J. O'Connell
President and CEO

Date: 8/6/01

WHEREAS, We, Steven Y. Ng and Jorge Heller, have invented certain subject matter entitled, BIOERODIBLE POLYORTHOESTERS CONTAINING HYDROGEN BONDING GROUPS (the "Invention"), for which we have executed U.S. Patent Application No. 09/854,435, filed in the US PTO on May 11, 2001;

AND WHEREAS, AP Pharma, Inc., a Delaware corporation, having an address at 123 Saginaw Drive, Redwood City, CA 94063 ("AP Pharma") desires to perfect its right to the Invention and in the Letters Patent to be obtained therefor from the United States of America and all countries foreign thereto;

NOW, THEREFORE, in exchange for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, We acknowledge AP Pharma's interest in the Invention and hereby assign to AP Pharma for the United States of America and for all countries foreign thereto, all our rights, title and interest, including all rights under the Paris Convention for the Protection of Industrial Property, in the Invention, as described and claimed in Application No. 09/854,435, or in any continuation, division, reissue, reexamination or extension thereof and any legal equivalent thereof in a country foreign to the United States of America; the Invention, application and Letters Patent to be owned by AP Pharma, its successors, assigns and legal representatives, to the full end of the term for which such Letters Patent may be granted.

This assignment is effective as of May 11, 2001.

I have read and understand this Assignment document for Application No. 09/854,435 and agree hereto, as indicated by my signature as set forth below.

FIRST JOINT INVENTOR	INVENTOR'S SIGNATURE	DATE
Steven Y. Ng	<i>Steven Y. Ng</i>	8/6/01
SECOND JOINT INVENTOR	INVENTOR'S SIGNATURE	DATE
Jorge Heller	<i>J. Heller</i>	8/6/01

COPY